

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM481935

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Brain Brew Ventures 3.0 LLC		07/05/2018	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	Brain Brew Ventures 3.0, Inc.		
Street Address:	3849 Edwards Road		
City:	Newtown		
State/Country:	OHIO		
Postal Code:	45244		
Entity Type:	Corporation: OHIO		
PROPERTY NUMBERS Total: 53			
Property Type	Number	Word Mark	
Serial Number:	86915400	AMERICAN SUPER STILLS	
Serial Number:	86909995	BIG CITY WHISKY	
Serial Number:	87199481	BLOOD LEAF	
Serial Number:	87684266	BRAIN BREW DISTILLING	
Serial Number:	86965850	BRAIN BREW SPIRITS	
Serial Number:	86910003	BREWSKY	
Serial Number:	87932689	BUCKBOARD	
Serial Number:	87684278	COMPRESSION AGED	
Serial Number:	87816661	COMPRESSION FINISHING	
Serial Number:	87228129	COMPRESSION SMOOTHED	
Serial Number:	87816142	CRAFT MEETS SCIENCE	
Serial Number:	87199536	CRANIUM	
Serial Number:	87900318	DECKHAND	
Serial Number:	87816634	EARTH AND EMBER	
Serial Number:	87360096	EDINBOURBON	
Serial Number:	86920192	EMBASSY	
Serial Number:	87816089	EVERY BOTTLE PLANTS A TREE	
Serial Number:	87900301	GREAT SCOTT	
Serial Number:	87163184	HOLDER'S	

OP \$1340.00 86915400

Property Type	Number	Word Mark
Serial Number:	87900336	KEELBOAT
Serial Number:	87288700	KENTUCKY CLUB
Serial Number:	87199687	KERNEL
Serial Number:	87900210	KOO KOO
Serial Number:	86915183	LAWBREAKER
Serial Number:	87900372	LEXI'S
Serial Number:	87900092	LOSANTIVILLE
Serial Number:	86938513	LYNX
Serial Number:	86910005	MONTAKA
Serial Number:	87478335	NONESUCH
Serial Number:	87188131	OLD KENTUCKY CLUB
Serial Number:	87199696	OPENER
Serial Number:	87910095	PADDLEWHEEL
Serial Number:	86918438	PEACE TREATY
Serial Number:	87600712	PURPLE GLOW
Serial Number:	87816176	R
Serial Number:	87199702	RIPPED APPLE
Serial Number:	86910008	ROBOR
Serial Number:	87684288	SCIENTIFIC SPIRITS
Serial Number:	88020359	SMOKE BILL
Serial Number:	87900351	SMOKE STACK
Serial Number:	87042662	SMOKE STORM
Serial Number:	87371552	TALL STACKS
Serial Number:	87816122	THE NEW AMERICAN WHISKEY
Serial Number:	87816680	THERMOCOMPRESSSION FINISHING
Serial Number:	86918488	TIME COMPRESSION
Serial Number:	86920220	TRIGONOMETRY
Serial Number:	87478344	W.H. HOLDER
Serial Number:	87932680	WAGON WHEEL
Serial Number:	87804819	WHISKY RESTORERS
Serial Number:	87900148	WINNIJEAN
Serial Number:	87951074	WOOD BILL
Serial Number:	87382549	NOBLE OAK
Registration Number:	5460606	

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

TRADEMARK

REEL: 006381 FRAME: 0173

Phone: 513-271-9911
Email: David@EurekaRanch.com
Correspondent Name: Mr. David M. Lafkas Esq.
Address Line 1: 3849 Edwards Road
Address Line 4: Newtown, OHIO 45244

NAME OF SUBMITTER: David M. Lafkas

SIGNATURE: /david m lafkas/

DATE SIGNED: 07/16/2018

Total Attachments: 11

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**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

TRADEMARK ASSIGNMENT

CONVERSION OF ENTITY

Brain Brew Ventures 3.0 LLC filed and was the owner of the trademark applications in Exhibit A. Brain Brew Ventures 3.0 LLC was a limited liability company registered in the State of Ohio.

On July 5, 2018, Brain Brew Ventures 3.0 LLC was converted into a corporation in the state of Ohio, and renamed as Brain Brew Ventures 3.0, Inc. Exhibit B is a copy of the Conversion documents from the State of Ohio.

In the conversion process, Brain Brew Ventures 3.0, Inc. accepted all the ownership and liabilities of Brain Brew ventures 3.0 LLC, including any and all of its intellectual property. It is requested that all of the trademarks, whether registered or pending applications, be assigned to Brain Brew Ventures 3.0, Inc. from Brain Brew Ventures, LLC.

Dated July 16, 2018

Respectfully submitted,

Brain Brew Ventures 3.0, Inc.

By: /david m lafkas/

David M. Lafkas
Attorney of record
3849 Edwards Road
Newtown, OH 45244
Tel: 513-271-9911
David@EurekaRanch.com

EXHIBIT A

Brain Brew Ventures 3.0 LLC marks and applications to be assigned to Brain Brew Ventures 3.0, Inc. through the conversion of the entity:

<u>Application Number</u>	<u>Mark</u>
86915400	AMERICAN SUPER STILLS
86909995	BIG CITY WHISKY
87199481	BLOOD LEAF
87684266	BRAIN BREW DISTILLING
86965850	BRAIN BREW SPIRITS
86910003	BREWSKY
87932689	BUCKBOARD
87684278	COMPRESSION AGED
87816661	COMPRESSION FINISHING
87228129	COMPRESSION SMOOTHED
87816142	CRAFT MEETS SCIENCE
87199536	CRANIUM
87900318	DECKHAND
87816634	EARTH AND EMBER
87360096	EDINBOURBON
86920192	EMBASSY
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87900336	KEELBOAT
87288700	KENTUCKY CLUB
87199687	KERNEL
87900210	KOO KOO

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87900092	LOSANTIVILLE
86938513	LYNX
86910005	MONTAKA
87382549	NOBLE OAK
87478335	NONESUCH
87188131	OLD KENTUCKY CLUB
87199696	OPENER
87910095	PADDLEWHEEL
86918438	PEACE TREATY
87600712	PURPLE GLOW
87816176	R (stylized)
87199702	RIPPED APPLE
86910008	ROBOR
87684288	SCIENTIFIC SPIRITS
88020359	SMOKE BILL
87900351	SMOKE STACK
87042662	SMOKE STORM
87371552	TALL STACKS
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87816680	THERMOCOMPRESSSION FINISHING
86918488	TIME COMPRESSION
86920220	TRIGONOMETRY
87478344	W.H. HOLDER
87932680	WAGON WHEEL
87804819	WHISKY RESTORERS
87900148	WINNIEAN
87951074	WOOD BILL

Registration Number	Mark
5460606	Stylized Oak Tree Image

EXHIBIT B

Following is the State of Ohio Certificate showing the Conversion of Entity wherein
Brain Brew Ventures 3.0 LLC converted to Brain Brew Ventures 3.0, Inc.



DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	CERT	COPY
07/05/2018	201818600452	Conversion Within SOS Records (CVS)	7600.00	200.00	0.00	0.00

Receipt

This is not a bill. Please do not remit payment.

CT CORPORATION SYSTEM
 JAMES H. TANKS, III
 4400 EASTON COMMONS WAY, SUITE 125
 COLUMBUS, OH 43219

**STATE OF OHIO
 CERTIFICATE**

**Ohio Secretary of State, Jon Husted
 2108996**

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
BRAIN BREW VENTURES 3.0, INC.

and, that said business records show the filing and recording of:

Document(s)

Conversion Within SOS Records

Document No(s):

201818600452

Effective Date: 07/03/2018

CHANGE TO DOMESTIC FOR PROFIT



United States of America
 State of Ohio
 Office of the Secretary of State

Witness my hand and the seal of the
 Secretary of State at Columbus, Ohio this
 5th day of July, A.D. 2018.

Jon Husted

Ohio Secretary of State

DocuSign Envelope ID: D1F1F571-FAFC-4F1C-A422-0D2C3113C1AE
Form 700 Prescribed by:

JON HUSTED
Ohio Secretary of State



Toll Free: (877) SOS-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
busserv@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

Expedite Filing (Two business day processing time.
Requires an additional \$100.00)
P.O. Box 1390
Columbus, OH 43216

For screen readers, follow instructions located at this path.

**Certificate for Conversion for Entities Converting
Within or Off the Records of the Ohio Secretary of State**
Filing Fee: \$99
Form Must Be Typed

(CHECK ONLY ONE (1) BOX)

(1) **Converting Within The Records of the Ohio Secretary of State**

(2) **Converting Off The Records of the Ohio Secretary of State (187-VXX)**

Name of the converting entity	Brain Brew Ventures 3.0 LLC
Jurisdiction of Formation	Ohio
Charter/Registration Number	2108996

The converting entity is a:
(Check Only (1) One Box)

<input type="checkbox"/> Domestic Nonprofit Corporation	<input type="checkbox"/> Partnership
<input type="checkbox"/> Domestic For-Profit Corporation	<input type="checkbox"/> Domestic Limited Partnership
<input type="checkbox"/> Foreign Nonprofit Corporation	<input type="checkbox"/> Foreign Limited Partnership
<input type="checkbox"/> Foreign For-Profit Corporation	<input type="checkbox"/> Domestic Limited Liability Partnership
<input type="checkbox"/> Domestic Nonprofit Limited Liability Company	<input type="checkbox"/> Foreign Limited Liability Partnership
<input type="checkbox"/> Foreign Nonprofit Limited Liability Company	
<input checked="" type="checkbox"/> Domestic For-Profit Limited Liability Company	
<input type="checkbox"/> Foreign For-Profit Limited Liability Company	

The converting entity hereby states that it has complied with all laws in the jurisdiction under which it exists and that those laws permit the conversion.

RECEIVED
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AL... DEACONS

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Name of the converted entity

Brain Brew Ventures 3.0, Inc.

Jurisdiction of Formation

Ohio

The converted entity is a:
(Check Only (1) One Box)

- Domestic For-Profit Corporation
- Domestic Professional Association
- Foreign Nonprofit Corporation
- Foreign For-Profit Corporation
- Domestic Nonprofit Limited Liability Company
- Foreign Nonprofit Limited Liability Company
- Domestic For-Profit Limited Liability Company
- Foreign For-Profit Limited Liability Company
- Partnership
- Domestic Limited Partnership
- Foreign Limited Partnership
- Domestic Limited Liability Partnership
- Foreign Limited Liability Partnership

Effective Date
(Optional)

(The conversion is effective upon the filing of this certificate or on a later date specified in the certificate)

Name and address of the person or entity that will provide a copy of the declaration of conversion upon written request.

Doug Hall

Name

3849 Edwards Road

Mailing Address

Newtown

City

Ohio

State

45244

Zip Code

Required information that must accompany conversion certificate if box 2 is checked

If the converting entity is a domestic or foreign entity that will not be licensed in Ohio, provide the name and address of the statutory agent upon whom any process, notice or demand may be served.

Name of Statutory Agent

Mailing Address

City

OH

State

ZIP Code

See instructions for additional filing requirements if

- (1) the conversion creates a new domestic entity,
- (2) the converted entity is a foreign entity that desires to transact business in Ohio; or
- (3) if a domestic corporation or foreign corporation licensed in Ohio is the converting entity.

DocuSign Envelope ID: D1F1F571-FAFC-4F1C-A422-0D2C3113C1AE

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required
Must be signed by an authorized representative.

DocuSigned by:

Doug Hall

Signature

By (if applicable)

Doug Hall

Print Name

Signature

By (if applicable)

Print Name

Signature

By (if applicable)

Print Name

DocuSign Envelope ID: D1F1F571-FAFC-4F1C-A422-0D2C3113C1AE
Form 532A Prescribed by:

JON HUSTED
Ohio Secretary of State



Toll Free: (877) 808-FILE (877-767-3453)
Central Ohio: (614) 466-3910
www.OhioSecretaryofState.gov
bussevr@OhioSecretaryofState.gov
File online or for more information: www.OHBusinessCentral.com

Mall this form to one of the following:

Regular Filing (non expedite)
P.O. Box 670
Columbus, OH 43216
Expedite Filing (Two business day processing time.
Requires an additional \$100.00)
P.O. Box 1390
Columbus, OH 43216

For screen readers, follow instructions located at this path.

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Initial Articles of Incorporation
(For Profit, Domestic Corporation)

Filing Fee: \$99
(113 - ARF)
Form Must Be Typed

JUL - 3 2018

OHIO SECRETARY OF STATE

First: Name of Corporation

(Name must include the following word or abbreviation:
company, co., corporation, corp., incorporated, or Inc.)

Second: Location of Principal Office in Ohio

City

State

County

Optional: Effective Date (MM/DD/YYYY)

(The legal existence of the corporation begins upon
the filing of the articles or on a later date specified
that is not more than ninety days after filing.)

Third: The number of shares which the corporation is authorized to have outstanding.
(Please state if shares are common or preferred and their par value, if any.)

Number of Shares

Type of Shares

Par Value of Shares

Fourth: If the corporation is to have an initial stated capital, please state the amount of that stated capital.

Amount

** Note: ORC Chapter 1701 allows additional provisions to be included in the Articles of Incorporation that are filed with this office. If including any of these additional provisions, please do so by including them in an attachment to this form. **

DocuSign Envelope ID: 06D54F6F-D959-493B-B8B0-9CB AE247CABA

Original Appointment of Statutory Agent

The undersigned, being at least a majority of the incorporators of

BRAIN BREW VENTURES 3.0, INC.
(Name of Corporation)

hereby appoint the following to be Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is:

Tim Riker
(Name of Statutory Agent)

30 Garfield Place, Suite 920
(Mailing Address)

Cincinnati
(Mailing City)

OH
(Mailing State)

45202
(Mailing ZIP Code)

Must be signed by the incorporators or a majority of the incorporators.

DocuSigned by:
Doug Hall
(Signature) **Doug Hall**

(Signature)

(Signature)

Acceptance of Appointment

The Undersigned, **Tim Riker**, named herein as the
(Name of Statutory Agent)

Statutory agent for **Brain Brew Ventures 3.0, Inc.**
(Name of Corporation)

hereby acknowledges and accepts the appointment of statutory agent for said corporation.

Statutory Agent Signature *Timothy Riker*
(Incorporator's Signature / Signature on Behalf of Business Serving as Agent)

DocuSign Envelope ID: D1F1F571-FAFC-4F1C-A422-0D2C3113C1AE

By signing and submitting this form to the Ohio Secretary of State, the undersigned hereby certifies that he or she has the requisite authority to execute this document.

Required

Articles and original appointment of agent must be signed by the incorporator(s).

If the incorporator is an individual, then they must sign in the "signature" box and print his/her name in the "Print Name" box.

If the incorporator is a business entity, not an individual, then please print the entity name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print his/her name and title/authority in the "Print Name" box.

DocuSigned by:
Doug Hall

Signature

[Empty Signature Box]

By (if applicable)

Doug Hall

Print Name

[Empty Signature Box]

Signature

[Empty Signature Box]

By (if applicable)

[Empty Signature Box]

Print Name

[Empty Signature Box]

Signature

[Empty Signature Box]

By (if applicable)

[Empty Signature Box]

Print Name